COMPANIES FORM No. 169

Return by a company purchasing its own shares

CHFP000

Please do not write in this margin

Pursuant to section 169 of the Companies Act 1985

Please complete legibly, preferably in black type, or bold block lettering

(Address overleaf)

To the Registrar of Companies

For official use

Company number

1612178

* insert full name

Name of company

Associated British Ports Holdings plc

Note

of company

This return must be delivered to the Registrar within a period of 28 days beginning with the first date on which shares to which it relates were delivered to the company

Shares were purchased by the company under section 162 of the above Act as follows:

Class of shares Ordinary Number of shares purchased 100,000 Nominal value of each share 25 pence Date(s) on which the shares were delivered 10/11/04 to the company Maximum prices paid § £4.696045 for each share Minimum prices paid § N/A for each share

§ A private company is not required to give this information

> The aggregate amount paid by the company for the shares to which this return relates was:

£469,604.50

Stamp Duty is payable on the aggregate amount at the rate of 1/2% rounded up to the nearest multiple of £5

£2,350

‡ Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Signed Apriled

Designation ±

Date 19/11/04/19/1

Presentor's name address and reference (if any):

For official Use General Section

COMPANIES HOUSE

Post room

20/11/04